

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
GAWKER MEDIA LLC, <i>et al.</i> , ¹	: Case No. 16-11700 (SMB)
Debtors.	: (Jointly Administered)
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**MONTHLY FEE STATEMENT OF PRIME CLERK LLC,
AS ADMINISTRATIVE ADVISOR TO THE DEBTORS FOR
THE PERIOD FROM SEPTEMBER 1, 2016 THROUGH SEPTEMBER 30, 2016**

By this monthly fee statement (the “**Statement**”), pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “**Local Bankruptcy Rules**”), Prime Clerk LLC (“**Prime Clerk**”), administrative advisor to the above captioned debtors and debtors in possession (collectively, the “**Debtors**”), hereby seeks compensation for reasonable and necessary fees incurred for the period from September 1, 2016 through September 30, 2016 (the “**Statement Period**”). In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 94] (the “**Compensation Order**”), Prime Clerk seeks (i) allowance of reasonable and necessary fees incurred during the Statement Period in an aggregate amount equal to \$1,792.15 and payment of \$1,164.40, or 80% of the total amount and (ii) reimbursement of actual, reasonable and necessary expenses incurred during the Statement Period in an amount equal to \$0.00. In support of the

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media, LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2nd Floor, New York, NY 10011. Kinja Kft.’s offices are located at Andrassy ut 66. 1062 Budapest, Hungary.

Statement, Prime Clerk respectfully represents as follows:

Name of Professional: Prime Clerk LLC

Authorized to Provide Administrative Advisor Debtors and Debtors in Possession
Services to:

Date of Retention: July 14, 2016 *nunc pro tunc* to June 10, 2016

Period for which compensation and reimbursement is sought: September 1, 2016 through September 30, 2016

Amount of compensation sought as actual, reasonable and necessary: \$1,792.15²

80% of compensation sought as actual, reasonable and necessary: \$1,433.72

Amount of expense reimbursement sought as actual, reasonable and necessary: \$0.00

Summary of Hours Billed by Prime Clerk Employees During the Statement Period

Employee Name	Title	Total Hours	Rate	Total
Christina Pullo	Director of Solicitation	1.80	\$195.00	\$351.00
Adler, Adam	Director	0.30	\$190.00	\$57.00
Alex Orchowski	Solicitation Consultant	6.70	\$175.00	\$1,172.50
Cavin Liu	Solicitation Consultant	1.60	\$175.00	\$280.00
Roberts, Sarah	Senior Consultant	0.70	\$160.00	\$112.00
TOTAL		11.10		\$1,972.50³

BLENDED RATE \$161.45

² In accordance with the Compensation Order, at the expiration of the Objection Deadline (as defined in the Compensation Order), the Debtors are authorized to promptly pay 80% of the fees and 100% of the expenses identified in the Statement.

³ This amount has been reduced to \$1,792.15 in accordance with the terms of Prime Clerk's retention.

Summary of Fees Billed by Subject Matter During the Statement Period

Matter Description	Total Hours	Total
Retention / Fee Application	1.00	\$169.00
Solicitation	10.10	\$1,803.50
TOTAL	11.10	\$1,972.50⁴

[Remainder of page intentionally left blank]

⁴ This amount has been reduced to \$1,792.15 in accordance with the terms of Prime Clerk's retention.

Jurisdiction

1. The United States Bankruptcy Court for the Southern District of New York (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Amended Standing Order of Reference of the United States District Court for the Southern District of New York, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The predicates for the relief requested herein are sections 327, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-1.

Background

2. On June 10, 2016 (the “**Petition Date**”), Gawker Media filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code. On June 12, GMGI and Kinja each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On June 16, 2016, this Court entered an order jointly administering these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). On June 24, 2016, the United States Trustee appointed the official committee of unsecured creditors. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

Retention of Prime Clerk

4. On July 14, 2016, the Court entered the *Order Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) and 2016, and Local Rules 2014-1 and 2016-1 Authorizing Retention and Appointment of Prime Clerk LLC as Administrative Advisor for the Debtors and Debtors in Possession nunc pro tunc to the Petition Date* [Docket No. 99], which authorized the Debtors to

employ and retain Prime Clerk as administrative advisor *nunc pro tunc* to the Petition Date in these chapter 11 cases.

Relief Requested

5. Prime Clerk submits this Statement in accordance with the Compensation Order. All services for which Prime Clerk requests compensation were performed for, or on behalf of, the Debtors.

6. Prime Clerk seeks (i) allowance of reasonable and necessary fees incurred during the Statement Period in the amount of \$1,792.15 and payment of \$1,433.72, which represents 80% of the total amount, and (ii) reimbursement of actual, reasonable and necessary expenses incurred during the Statement Period in the amount of \$0.00.

7. Prime Clerk maintains computerized records of the time spent by employees of Prime Clerk in connection with its role as administrative advisor to the Debtors. **Exhibit A** hereto sets forth a detailed statement of hours spent rendering services to the Debtors in support of the compensation for fees incurred during the Statement Period and also sets forth any expenses incurred during the Statement Period. To that end, **Exhibit A**: (i) identifies the employee that rendered services in each task category; (ii) describes each service such employee performed; (iii) sets forth the number of hours in increments of one-tenth of an hour spent by each individual providing services; and (iv) as applicable, sets forth the type and amount of expenses incurred. In addition, Prime Clerk's hourly rates are set at a level designed to fairly compensate Prime Clerk for the work of its employees and cover routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned and are subject to periodic adjustments to reflect economic and other conditions.

8. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amounts requested herein by Prime Clerk are fair and

reasonable given (a) the complexity of these cases, (b) the time expended, (c) the rates charged for such services, (d) the nature and extent of the services rendered, (e) the value of such services and (f) the costs of comparable services other than in a case under this title.

Notice

9. Pursuant to the Compensation Order, this Statement will be served upon the Notice Parties (as defined in the Compensation Order). Prime Clerk submits, in light of the relief requested, no other or further notice is necessary.

Conclusion

WHEREFORE, pursuant to the Compensation Order, Prime Clerk respectfully requests (i) allowance of reasonable and necessary fees for the Statement Period in the total amount of \$1,792.15 and payment of \$1,433.72, which represents 80% of the total amount, and (ii) reimbursement of actual, reasonable and necessary expenses incurred during the Statement Period in the amount of \$0.00.

Dated: October 26, 2016
New York, New York

Prime Clerk LLC

/s/ Adam M. Adler
Adam M. Adler
Director, Business Operations and Controls
830 Third Avenue, 9th Floor
New York, NY 10022
Telephone: (212) 257-5465
Email: aadler@primeclerk.com

Administrative Advisor to the Debtors

Exhibit A

Fee Detail



830 Third Avenue, 9th Floor
New York, NY 10022

primeclerk.com

Hourly Fees by Employee through September 2016

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
SBR	Roberts, Sarah B	SC - Senior Consultant	0.70	\$160.00	\$112.00
CLL	Liu, Calvin L	SA - Solicitation Consultant	1.60	\$175.00	\$280.00
ATO	Orchowski, Alex T	SA - Solicitation Consultant	6.70	\$175.00	\$1,172.50
AMA	Adler, Adam M	DI - Director	0.30	\$190.00	\$57.00
CP	Pullo, Christina	DS - Director of Solicitation	1.80	\$195.00	\$351.00
TOTAL:			11.10		\$1,972.50

Hourly Fees by Task Code through September 2016

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
RETN	Retention / Fee Application	1.00	\$169.00
SOLI	Solicitation	10.10	\$1,803.50
TOTAL:		11.10	\$1,972.50

Gawker Media

Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
09/20/16	AMA	DI	Review and revise monthly fee statement for August	Retention / Fee Application	0.30
09/20/16	SBR	SC	Prepare and file August fee statement	Retention / Fee Application	0.70
09/29/16	ATO	SA	Provide comments on ballot, disclosure statement order, and motion to approve disclosure statement	Solicitation	3.80
09/29/16	CLL	SA	Review ballot disclosure statement motion and disclosure statement order	Solicitation	1.60
09/29/16	CP	DS	Review and comment on solicitation documents in coordination with Prime Clerk case team	Solicitation	1.80
09/30/16	ATO	SA	Review comments on disclosure statement motion and claims ballot	Solicitation	1.10
09/30/16	ATO	SA	Draft solicitation voting rules	Solicitation	1.80
Total Hours					11.10